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ACCOUNT NO. 1 7210000003

REFERENCE : 584743 4656A

AUTHORIZATION :

Patricia Pjitt

COST LIMIT : \$ 122.50

ORDER DATE : April 25, 1995

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ORDER NO. : 584743

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CUSTOMER NO: 4656A

CUSTOMER: Elizabeth Galvin, Legal Asst
GREENBERG TRAURIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILING

RUSH WILL WAIT

RUSH WILL WAIT

NAME: SUNCOAST SEAFOOD TRADING, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lynne Roberts

EXAMINER'S INITIALS:

FILED
95 APR 25 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN

APR 25 1995

GREENBERG

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April 24, 1995

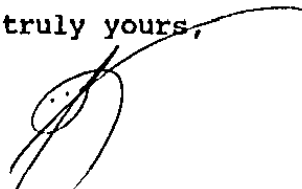
Florida Division of Corporations
DOMESTIC CHARTER SECTION
P. O. Box 6327
Tallahassee, FL 32314

RE: SUNCOAST SEAFOOD TRADING, INC.

Enclosed herewith are three duly executed originals of ARTICLES OF INCORPORATION for the captioned corporation. Also enclosed is a check in the amount of \$ 122.50 to cover the cost of the filing and one certified copy.

Should anything further be required, please do not hesitate to contact me. Thank you for your assistance.

Very truly yours,



**ARTICLES OF INCORPORATION
OF
SUNCOAST SEAFOOD TRADING, INC.**

FILED
95 APR 25 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is **SUNCOAST SEAFOOD TRADING, INC.**, (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is c/o: Harvey Oxenberg, 1111 N. W. 159th Drive, Miami, FL 33169.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$ 0.01	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1111 N. W. 159th Drive, City of Miami, County of Dade, State of Florida 33169, and the name of its initial registered agent at such office is **Harvey Oxenberg**.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the Initial Board of Directors is one, and the name and address of the member of the Initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified is:

Harvey Oxenberg
1111 N. W. 159th Drive
Miami, FL 33169

ARTICLE VII

The name of the Incorporator is Harvey Oxenberg, and the address of the Incorporator is 1111 N. W. 159th Drive, Miami, FL 33169.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 20 day of April, 1995.



HARVEY OXENBERG - Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of SUNCOAST SEAFOOD TRADING, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



HARVEY OXENBERG, Registered Agent

Dated: April 20, 1995.